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Suzanne Henderson

AMENDMENT AND EXTENSION OF PAID UP OIL AND GAS LEASE

STATE OF TEXAS

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KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TARRANT

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WHEREAS, Phala Helm, Trustee of the Helm Living Trust, whose address is 2701 Wooded Trail Court, Grapevine, Texas 76051 ("Lessor") executed that certain Paid Up Oil And Gas Lease dated June 15, 2006 with Cimmaron Field Services, Inc., as Lessee, and which is recorded in document number D206214150 of the Official Records of Tarrant County, Texas, covering lands more specifically described therein (the "Lease"); and, WHEREAS the Lease was assigned to Chesapeake Exploration Limited Partnership ("Lessee") in that certain Assignment of Oil And Gas Leases executed June 23, 2006, and recorded in document number D206260718, Tarrant County, Texas,

WHEREAS, Lessor and Lessee now desire to amend the Lease and extend the primary term of the Lease by an additional one (1) year as hereinafter set forth.

NOW, THEREFORE, for good and valuable consideration in hand paid to Lessor by Lessee, the receipt and sufficiency of which is hereby acknowledged, Lessor does hereby amend the Lease to read as follows:

"The primary term shall extend to June 15, 2010, and for as long thereafter as oil, gas or other minerals covered hereby are producing in paying quantities from the leased premises, or from land pooled therewith, or the Lease is otherwise maintained in effect pursuant to the provisions hereof."

It is understood and agreed by the parties hereto that the provisions hereof shall supersede any provisions to the contrary in the Lease. For adequate consideration, Lessor does hereby adopt, ratify and confirm the Lease, as amended hereby, and does hereby stipulate that the Lease remains in full force and effect. Insofar as is necessary, Lessor does hereby lease, let, and demise to Lessee the lands covered by the Lease, pursuant to the terms and provisions of the Lease, as of the Effective Date set forth herein.

The terms and provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

IN WITNESS WHEREOF, this instrument is hereby made effective as of the 1st day of June, 2009, regardless of the actual date of execution and acknowledgment by any or all of the parties constituting the Lessor herein.

LESSOR:

Phala Helm, Trustee

Phala Helm, Trustee of the Helm Living Trust

ACKNOWLEDGEMENT

THE STATE OF TEXAS

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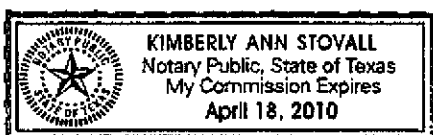
COUNTY OF TARRANT

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This instrument was acknowledged before me on this the 1st day of June, 2009, by Phala Helm, as Trustee of the Helm Living Trust.

Kimberly Ann Stovall
Notary Public, State of Texas



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